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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

COSMOTRADE EXPORTS S.A.,

Plaintiff,

07 CV 9377 (RWS)

- against -

RULEWAVE LLC (DUBAI) a/k/a
RULEWAVE LLC,

Defendant.

**DECLARATION OF BARRY WHITELEY IN SUPPORT
OF MOTION TO VACATE ATTACHMENT OF ASSETS
OF RULEWAVE B.V., RULEWAVE, INC. & RULEWAVE (UK) LIMITED.**

I, BARRY WHITELEY, declare under penalty of perjury of the laws of the United States:

1. I am the DIRECTOR of Rulewave (UK) Limited ("Rulewave UK") with offices at 146 BISHOPSGATE, 2nd FLOOR, DEVONSHIRE HOUSE, LONDON EC2M UJX. I have had that position since 1987.
2. I attach as Ex. 1 Rulewave UK's certificate of incorporation.
3. Rulewave UK maintains separate bank accounts and does not co-mingle accounts with defendant Rulewave LLC (Dubai) ("Rulewave Dubai").

4. Rulewave UK does not and has not acted as “paying agent” for or on behalf of Rulewave Dubai.

THE ATTACHMENT

5. On or about March 13, 2008 The Royal Bank of Scotland attached an electronic fund transfer (“EFTs”) sent by our contract partner Apex Tubulars Ltd., Scotland, to our nominated account Rulewave Texas in the sum of \$31,402.62.

6. I advised The Royal Bank of Scotland by email dated March 10, 2008 asking for “clarification in this matter.” Ex. 2 hereto.

7. The Bank, by email dated March 10, 2008 responded in material part that:

Per Plaintiff’s counsel, Pamela Schultz of Freehill Hogan & Maher these funds must be frozen as they appear to fall within the scope of the Writ.

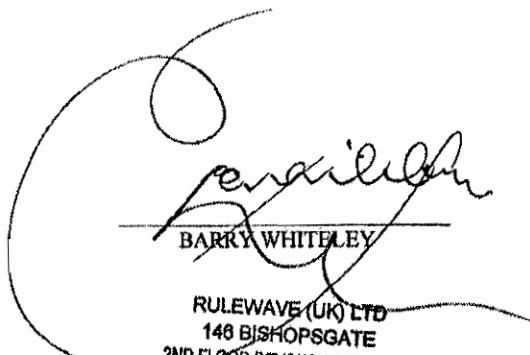
Ex. 3.

8. Rulewave UK is a separate corporation from Rulewave Dubai and does not “function” as a “single economic unit” with Rulewave Dubai.

9. As stated above, in paragraph 3, Rulewave UK maintains separate bank accounts and observes corporate formalities respecting its separate corporate status from Rulewave Dubai, under applicable law.

10. I declare under penalty of the laws of the United States that the foregoing is true and correct.

Dated March 14th, 2008
at LONDON, ENGLAND


BARRY WHITELEY
RULEWAVE (UK) LTD
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2ND FLOOR DEVONSHIRE HOUSE
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